

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

BENSLEY CONSTRUCTION, INC,
on its own behalf and on behalf
of all others similarly situated,

Plaintiff,

v.

Civil Action No. 05-11249-GAO

MARSH & MCLENNAN COMPANIES, INC.,
MARSH, INC., ACE USA, ACE INA, AMERICAN
INTERNATIONAL GROUP, AMERICAN RE-
INSURANCE COMPANY, ARTHUR J.
GALLAGHER & CO., HILB ROGAL & HOBBS,
COMPANY, WILLIS GROUP HOLDINGS, LTD.,
WILLIS NORTH AMERICA, INC., WILLIS
GROUP LTD., UNIVERSAL LIFE RESOURCES,
INC. (d/b/a ULR INSURANCE SERVICES, INC.),
THE CHUBB CORPORATION, USI HOLDINGS,
INC., METLIFE, INC. PRUDENTIAL
FINANCIAL, INC., UNUMPROVIDENT
CORPORATION, THE ST. PAUL TRAVELERS
COMPANIES, INC. ZURICH AMERICAN
INSURANCE COMPANY, LIBERTY MUTUAL
GROUP, INC., LIBERTY MUTUAL INSURANCE
COMPANY, LIBERTY MUTUAL FIRE
INSURANCE COMPANY, EMPLOYERS
INSURANCE COMPANY OF WAUSAU and ST.
JAMES INSURANCE COMPANY LTD.,

Defendants.

**NOTICE OF FILING NOTICE OF OPPOSITION TO CONDITIONAL
TRANSFER ORDER BY LIBERTY MUTUAL GROUP, INC., LIBERTY
MUTUAL INSURANCE COMPANY, LIBERTY MUTUAL FIRE INSURANCE
COMPANY, EMPLOYER INSURANCE COMPANY OF WAUSAU AND
ST. JAMES INSURANCE COMPANY LTD.**

Defendants Liberty Mutual Group, Inc., Liberty Mutual Insurance Company, Liberty Mutual Fire Insurance Company, Employers Insurance Company of Wausau and St. James Insurance Company, Ltd.¹ hereby provide notice to the Court that they have submitted to the Judicial Panel on Multidistrict Litigation (the "Panel") a Notice of Opposition to Conditional Transfer Order issued by the Panel. A copy of the Notice of Opposition to Conditional Transfer Order is attached hereto as Exhibit A.

Respectfully submitted,

LIBERTY MUTUAL GROUP, INC.,

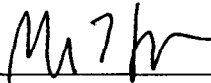
LIBERTY MUTUAL INSURANCE COMPANY,

LIBERTY MUTUAL FIRE INSURANCE
COMPANY

EMPLOYERS INSURANCE COMPANY OF
WAUSAU and

ST. JAMES INSURANCE COMPANY LTD.

By their attorneys,



Ralph T. Lepore, III (BBO #294420)
James M. Tierney (BBO #644945)
HOLLAND & KNIGHT LLP
10 St. James Avenue
Boston, MA 02116
(617) 523-2700

Dated: October 19, 2005

¹ St. James Insurance Company, Ltd. ("St. James") has appeared in this case specially to argue that it has not been served properly and that the court may not exercise jurisdiction over it. Because the court has not yet ruled on St. James' motion to dismiss, St. James' appearance in the form of its Notice of Filing a Notice of Opposition to the Conditional Transfer Order should also be considered a special appearance as it is compelled to respond to the Conditional Transfer Order but does not wish to subject itself to the jurisdiction of this court or the transferor court.

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the attorney of record for each party by first class mail on October 19, 2005.



Ralph T. Lepore, III

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UNITED STATES OF AMERICA
JUDICIAL PANEL ON MULTIDISTRICT LITIGATION

In Re Insurance Brokerage Antitrust Litigation

MDL-1663

NOTICE OF OPPOSITION TO CONDITIONAL TRANSFER ORDER

Liberty Mutual Group, Inc., Liberty Mutual Insurance Company, Liberty Mutual Fire Insurance Company, Employers Insurance Company of Wausau and St. James Insurance Company Ltd.¹, all of whom are defendants in the action entitled Bensley Construction, Inc. v. Marsh & McLennan Companies, Inc. et al., (the "Bensley action") that is pending in the District of Massachusetts as Docket No. 1:05-11249, submit this Notice of Opposition to Conditional Transfer Order pursuant to Rule 7.4(c) of the Rules of Procedure of the Judicial Panel on Multidistrict Litigation.

On October 4, 2005, the Judicial Panel on Multidistrict Litigation (the "Panel") issued a Conditional Transfer Order (CTO-5) pertaining to the Bensley action. Absent opposition, CTO-5 would transfer the Bensley action to the United States District Court for the District of New Jersey for consolidated proceedings. Liberty Mutual Group, Inc., Liberty Mutual Insurance Company, Liberty Mutual Fire Insurance Company, Employers Insurance Company of Wausau and St. James

¹ St. James Insurance Company, Ltd. ("St. James") has appeared specially in the Bensley action to argue that it has not been served properly and that the court may not exercise jurisdiction over it. Because the court has not yet ruled on St. James' motion to dismiss, St. James' appearance in the form of this Notice of Opposition to the Conditional Transfer Order should also be considered a special appearance as it is compelled to respond to the Conditional Transfer Order but does not wish to subject itself to the jurisdiction of either the transferee or transferor court.

Insurance Company Ltd. will oppose the implementation of CTO-5 and, pursuant to Rule 7.4 (d) of the Rules of Procedure of the Judicial Panel on Multidistrict Litigation, will submit to the Panel a motion to vacate the conditional transfer order and a brief in support thereof within fifteen (15) days of this Notice.

Respectfully submitted,

LIBERTY MUTUAL GROUP, INC.,

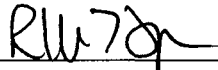
LIBERTY MUTUAL INSURANCE COMPANY,

LIBERTY MUTUAL FIRE INSURANCE
COMPANY,

EMPLOYERS INSURANCE COMPANY OF
WAUSAU and

ST. JAMES INSURANCE COMPANY, LTD.

By their attorneys,

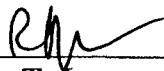


Ralph T. Lepore, III (BBO #294420)
James M. Tierney (BBO #644945)
HOLLAND & KNIGHT LLP
10 St. James Avenue
Boston, MA 02116
(617) 523-2700

Dated: October 19, 2005

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the following counsel of record for each party, as indicated by the attached "Involved Counsel List" by first class mail on October 19, 2005:



Ralph T. Lepore, III

INVOLVED COUNSEL LIST (CTO-5)
DOCKET NO. 1663
IN RE INSURANCE BROKERAGE ANTITRUST LITIGATION

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